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FEDERAL COMMUNICATIONS COMMISSION REMITTANCE ADVICE

OCT 2 6 2012

Approved by OMB 3060-0589

Page No 1 of 2 **FORM 159 FCC Mail Room** (1) LOCKBOX # SPECIAL USE ONLY 979091 FCC USE ONLY SECTION A - PAYER INFORMATION (2) PAYER NAME (if paying by credit card enter name exactly as it appears on the card) (3) TOTAL AMOUNT PAID (U.S. Dollars and cents) Freeconference, com, Inc. \$1,050.00 (4) STREET A DDRESS LINE NO.1 425 E. Colorado Street (5) STREET ADDRESS LINE NO. 2 Suite 500 (6) CITY (8) ZIP CODE (7) STATE Glendale 91205 CA (9) DAYTIME TELEPHONE NUMBER (include area code) (10) COUNTRY CODE (if not in U.S.A.) (818) 553-1800 FCC REGISTRATION NUMBER (FRN) REQUIRED (11) PAYER (FRN) (12) FCC USE ONLY 0018128280 IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C) COMPLETE SECTION BELOW FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET (13) APPLICANT NAME Freeconference, com, Inc. (14) STREET ADDRESS LINE NO.1 425 E. Colorado Street (15) STREET ADDRESS LINE NO. 2 Suite 500 (16) CITY (17) STATE (18) ZIP CODE Glendale CA 91205 (20) COUNTRY CODE (if not in U.S.A.) (19) DAYTIME TELEPHONE NUMBER (include area code) (818) 553-1800 FCC REGISTRATION NUMBER (FRN) REQUIRED (21) APPLICANT (FRN) (22) FCC USE ONLY 0018128280 COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET (23A) CALL SIGN/OTHER ID (24A) PAYMENT TYPE CODE (25A) QUANTITY CDT (26A) FEE DUE FOR (PTC) (27A) TOTAL FEE FCC USE ONLY \$1.050.00 \$1,050.00 (28A) FCC CODE I (29A) FCC CODE 2 (23B) CALL SIGN/OTHER ID (24B) PAYMENT TYPE CODE (25B) QUANTITY (26B) FEE DUE FOR (PTC) (27B) TOTAL FEE FCC USE ONLY (28B)FCC CODE I (29B) FCC CODE 2 SECTION D - CERTIFICATION CERTIFICATION STATEMENT certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief. SIGNATURE DATE SECTION E - CREDIT CARD PAYMENT INFORMATION MASTERCARD VISA AMEX EXPIRATION DATE I hereby authorize the FCC to charge my credit card for the service(s)/authorization herein described.

SIGNATURE

DATE

BEFORE THE FEDERAL COMMUNICATIONS COMMISSION WASHINGTON, D.C. 20554

OCT 2 6 2012 FCC Mail Room

In the	Matter of the Joint Application of:)	
	Freeconference.com, Inc.)	
	Transferor,)	
and	Iotum Inc.)	WC Docket No
	Transferee,)	
	onsent to Transfer Control Pursuant to n 214 of the Communications Act of 1934, ended)) _)	

JOINT APPLICATION

Pursuant to Section 214 of the Communications Act of 1934, as amended (the "Act"), and Sections 63.03 and 63.04 of the Commission's Rules, 47 C.F.R. §§ 63.03, 63.04, Freeconference.com, Inc. ("Transferor") and Iotum Inc. ("Transferee") (Transferor and Transferee together, "Applicants"), respectfully request Federal Communications Commission ("Commission") approval or such authority as may be necessary to consummate a transaction whereby Iotum Inc. will acquire control of Global Conference Partners ("the "Transaction").

REQUEST FOR STREAMLINED PROCESSING

Applicants respectfully request streamlined treatment of this Application pursuant to Section 63.03 of the Commission's Rules, 47 C.F.R. § 63.03. As demonstrated below, this Application qualifies for streamlined processing. With respect to domestic authority, this Application is eligible for streamlined processing pursuant to Section 63.03(b)(2)

because, immediately following consummation of the transaction: (1) Transferee (and its affiliates, as defined by Section 3(1) of the Act) will have a market share in the interstate, interexchange market of less than ten percent (10%); (2) the Transferee (and its affiliates) will provide competitive telephone exchange services or exchange access services (if at all) exclusively in geographic areas served by a dominant local exchange carrier that is not a party to the transaction; and (3) none of the Applicants (or their affiliates) are dominant with respect to any service.

I. DESCRIPTION OF THE APPLICANTS

Transferor FreeConference.com, Inc. is a holding company of Global Conference Partners, a non-dominant provider of teleconferencing services.

Transferee Iotum Inc. is a non-dominant provider of teleconferencing services.

II. DESCRIPTION OF THE TRANSACTION

Global Conference Partners, a California Corporation, is a wholly owned subsidiary of FreeConference.com, Inc., a Delaware Corporation. As a result of the Transaction, 100% control and ownership of Global Conference Partners will transfer from Freeconference.com, Inc. to Iotum Inc., a Delaware Corporation, and Global Conference Partners will continue to operate status quo, as a wholly owned subsidiary of Iotum Inc.

III. PUBLIC INTEREST STATEMENT

The Applicants submit that the proposed transaction is in the public interest, as Global Conference Partners will be strengthened by the knowledge, expertise, and resources of Iotum Inc., to remain a viable non-dominant competitor in the domestic

telecommunications industry, and to continue to provide teleconferencing services to its customer base.

IV. INFORMATION REQUIRED BY 47 C.F.R. § 63.04

The Applicants submit the following information required by paragraphs (a)(1) through (a)(12) of Section 63.04 in support of this Application:

63.04(a)(1): Name, address and telephone number

<u>Transferor</u>: Freeconference.com Inc.

c/o American Capital, Ltd. Two Bethesda Metro Center

14th Floor

Bethesda, Maryland, 20814

(Attn: Ken Pollack/Vice President and Deputy General

Counsel /(301) 951-6122)

Transferee: Iotum Inc.

1205 St. Clair Ave. W.

Suite 106

Toronto, Ontario, Canada, M6E 1B5

(Attn: Jason Martin, CEO, (416) 277-4298)

63.04(a)(2): Jurisdiction of Organizations

Transferor: Delaware corporation.

Transferee: Delaware corporation.

63.04(a)(3): Name, address and telephone number of legal counsel or contact point for this Application

Transferor: Mr. Mark J. O'Connor

Lampert, O'Connor & Johnston, P.C.

1776 K Street NW, Suite 700 Washington, DC 20006 Tel: (202) 887-6230

With a copy to:

Transferee: Mr. Vaughn MacLellan, Partner

Wildeboer Dellelce LLP Wildeboer Dellelce Place Suite 800, 365 Bay Street Toronto, Ontario, Canada, M5H 2V1

Tel: (416) 361-2932

With a copy to:

Application Contact: Mr. Richard Schleihauf

VP - Regulatory Affairs and Carrier Relations

Fibernetics Corporation 605 Boxwood Drive

Cambridge, Ontario, Canada, N3E 1A5

Tel: (519) 804-3000

63.04(a)(4): Ten Percent or Greater Interest Holders in Transferee and Transferor

<u>Transferee</u>: The name, address, citizenship, and principal business of each person that directly or indirectly owns at least ten percent (10%) or greater equity or voting interest in Transferee is as follows:

Name and Address	Percent Ownership	Primary Business	Citizenship
Middlebrook Corporation 55 Northfield Drive E. Suite 290 Waterloo, ON Canada N2K 3T6	34.6%	Investment Holding Company	Canada
1788363 Ontario Inc. 23 Grange Street Guelph, ON Canada N1E 2T6	19.8%	Investment Holding Company	Canada
Howard Thaw 3051 Isleville Street Suite 701 Halifax, NS Canada B3K 0C1	12.5%	Business Executive	Canada
Alec Saunders 1379 Potter Drive Manotick, ON Canada K4M 1C3	13.8%	Business Executive	Canada

No other person or entity owns a ten percent (10%) or greater direct or indirect ownership in Transferee.

<u>Transferor</u>: The name, address, citizenship, and principal business of each person that directly or indirectly owns at least ten percent (10%) or greater equity or voting interest in Transferor is as follows:

Name and Address	Percent Ownership	Primary Business	Citizenship
American Capital, Ltd. Two Bethesda Metro Center, 14th Floor Bethesda, MD 20814	70.0%	Private Equity / Asset Management	USA
American Capital Equity I, LLC Two Bethesda Metro Center, 14th Floor Bethesda, MD 20814	30.0%	Private Equity / Asset Management	USA

No other person or entity owns a ten percent (10%) or greater direct or indirect ownership in Transferor.

63.04(a)(5): Federal Benefits

Applicants certify pursuant to Sections 1.2001 through 1.2003 of the Commission's Rules that no party to the Application is subject to a denial of Federal Benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988. *See* 21 U.S.C. § 853a.

63.04(a)(6): Description of the Transaction

The proposed transaction is described in **Section II** of the Application.

63.04(a)(7): Description of Geographic Service Areas

Transferor provides domestic teleconferencing services, accessible from all 50 States, and some foreign countries. Transferee provides domestic and international teleconferencing services, accessible from all 50 States, and many foreign countries.

63.04(a)(8): Eligibility for Streamlined Processing

Applicants respectfully submit that this Application is eligible for streamlined processing pursuant to Section 63.03 of the Commission's Rules, 47 C.F.R. §63.03. In particular, this Application is eligible for streamlined processing pursuant to Section 63.03(b)(2) because, immediately following consummation of the transaction: (1) Transferee (and its affiliates, as defined by Section 3(1) of the Act) will have a market share in the interstate, interexchange market of less than ten percent (10%); (2) Transferee (and its affiliates) will provide competitive telephone exchange services or exchange access services (if at all) exclusively in geographic areas served by a dominant local exchange carrier that is not a party to the transaction; and (3) none of the Applicants (or their affiliates) are dominant with respect to any service.

63.04(a)(9): Other Related FCC Applications

No other applications are being filed with the Commission with respect to this transaction.

63.04(a)(10): Statement of Imminent Business Failure

Prompt completion of the proposed transaction is critical to ensure that Applicants can obtain the benefits described in the foregoing Application. Accordingly, Applicants respectfully request that the Commission approve this Application expeditiously in order to

allow Applicants to consummate the proposed transaction as soon as possible. No party, however, is requesting special consideration because it is facing imminent business failure.

63.04(a)(11): Separately Filed Waiver Requests

None.

63.04(a)(12): Public Interest Statement

The public interest statement is provided in **Section III** of the Application.

V. CONCLUSION

For the reasons stated above, grant of this Application is consistent with the public interest and Applicants respectfully request that the Commission grant this Application as expeditiously as possible through its streamlined procedures.

Respectfully submitted,

Mr. Vaughn MacLellan, Partner Wildeboer Dellelce LLP Wildeboer Dellelce Place Suite 800, 365 Bay Street Toronto, Ontario, Canada, M5H 2V1

Tel: (416) 361-2932

Counsel for Iotum Inc.

Mark J. O'Connor

Lampert, O'Connor & Johnston, P.C.

1776 K Street, N.W.

Suite 700

Washington, DC 20006

Tel: (202) 887-6230

Counsel for Freeconference.com and Global Conference Partners

October 24, 2012

CERTIFICATION OF DANIEL HOETGER

I, Daniel Hoetger, am an officer of Freeconference.com, Inc., and hereby state, under penalty of perjury, that the facts in the attached Section 214 application are true and correct and that Freeconference.com, Inc. is not subject to any denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998. See 21 U.S.C. §§ 853A, 862(a).

Daniel Hoetger

DATE: 10/19/2012

CERTIFICATION OF JASON MARTIN

I, Jason Martin, am an officer of Iotum Inc., and hereby state, underpenalty of perjury, that the facts in the attached Section 214 application are true and correct and that Iotum Inc. is not subject to any denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998. See 21 U.S.C. §§ 853A, 862(a).

Jason Martin

DATE: 10/24/12